

**TITLE SEARCH REPORT
FOR
WEST VERMONT WATER CONTAMINATION SITE

GENUINE AUTO PARTS PROPERTY
MARION COUNTY, INDIANA

NPL STATUS: NON-NPL**

Prepared for:

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
Emergency Response Branch
Region V
77 West Jackson Boulevard
Chicago, Illinois 60604-3507

Prepared by:

WESTON SOLUTIONS, INC.
20 North Wacker Drive, Suite 1210
Chicago, Illinois 60606

Date Prepared	June 16, 2011
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WESTON START Project Manager	Sara Habert
Telephone Number	(312) 424-3303
WESTON START Technical Lead	Sara Habert
U.S. EPA Enforcement Specialist	Valerie Mullins

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1. INTRODUCTION

The United States Environmental Protection Agency (U.S. EPA) Region V requested that Weston Solutions, Inc.® (WESTON) perform title search activities for the West Vermont Water Contamination Site (the Site), located in Indianapolis, Marion County, Indiana, specifically, the Genuine Auto Parts property located at 700 North Olin Avenue. The objective of this title search is to compile property ownership information from 1960 to the present and to summarize the information into a final title search report.

1.1 METHODOLOGY

The U.S. EPA Enforcement Specialist, Ms. Valerie Mullins, was contacted to discuss the research objectives for this assignment and to obtain specific directions regarding the information to be developed. Title documents were collected by Chicago Title Insurance Company of Chicago, Illinois. Information regarding the condition of title for the property is described in Section 3.

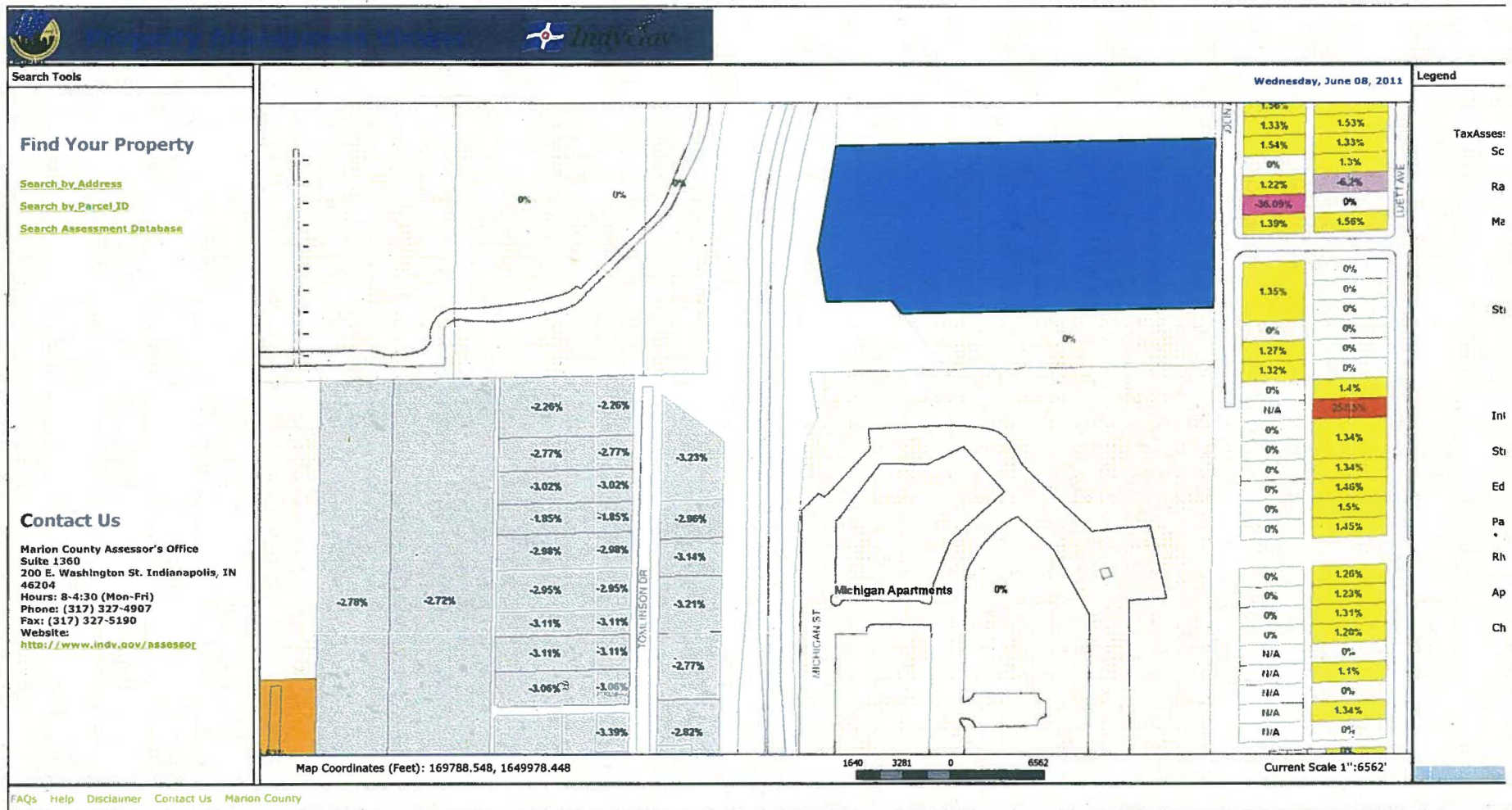
1.2 LEGAL DESCRIPTION

The legal description for the Genuine Auto Parts property is:

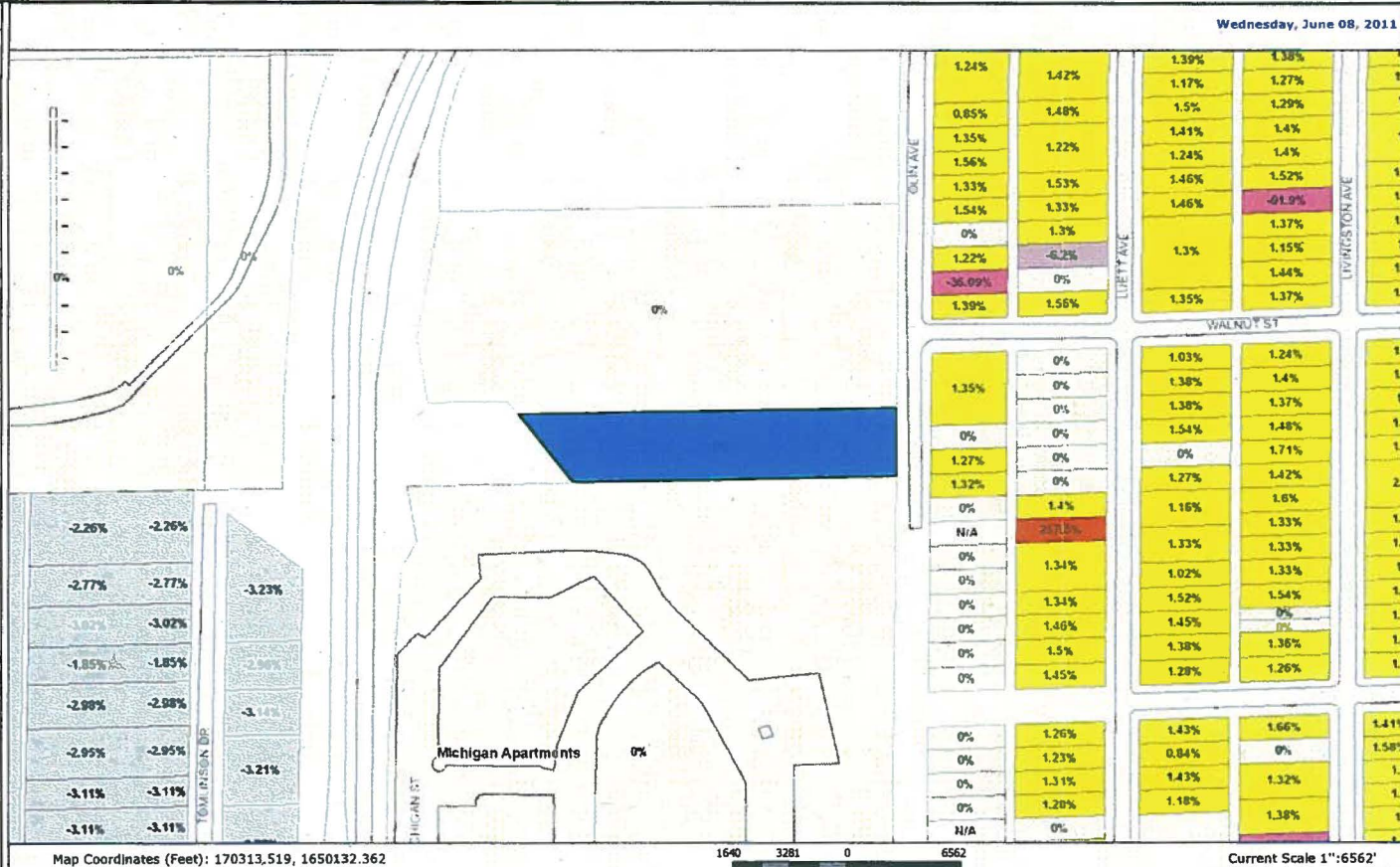
A part of the North half of the Northwest quarter of Section 5, Township 15 North, Range 3 East, in Marion County, Indiana, described as follows:

Commencing at the Southeast corner of the North half of said Northwest quarter section; thence along the South line thereof, South 89 degrees 11 minutes 02 seconds West 25 feet to an iron pin and the POINT OF BEGINNING of the parcel herein described; for reference a "GM" monument was found South 72 degrees East, 4.2 feet; thence North 46 degrees 43 minutes 21 seconds West 171.22 feet to an iron pin, for reference a "GM" monument was found South 73 degrees East 3.9 feet; thence North 89 degrees 00 minutes 00 seconds West 115 feet, to an iron pin on the Easterly right-of-way of Holt Road, for reference a "GM" monument was found South 73 degrees East, 5.2 feet; thence with said Easterly right-of-way line for the next two courses; 1) North 01 degrees 24 minutes 57 seconds East, 96.79 feet to an iron pin; 2) North 13 degrees 20 minutes 00 seconds East, 185.97 feet to an iron pin, for reference a "GM" monument was found South 35 degrees East, 6.6 feet; thence North 89 degrees 11 minutes 02 seconds East, 697.11 feet to an iron pin on the East line of the North half of said Northwest quarter section; thence along said East line South 00 degrees 52 minutes 26 seconds West 300 feet to an iron pin; thence South 00 degrees 52 minutes 26 seconds West 100 feet to the point of beginning.

Parcel Numbers 9034674 and 9035493. Parcel maps are included as Figure 1 and Figure 2.



Marion County Assessor's Office
Suite 1360
200 E. Washington St. Indianapolis, IN
46204
Hours: 8-4:30 (Mon-Fri)
Phone: (317) 327-4907
Fax: (317) 327-5190
Website:
<http://www.indv.gov/assessor>



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2. CURRENT SITE OWNERSHIP INFORMATION

The property is currently owned by 700 N Olin Avenue, LLC. Property taxes for the first half of 2011 are paid. Property taxes for the second half of 2011, totaling \$14,382.02, are not yet due and payable.

3. TITLE NARRATIVE

Prior to August 31, 1953, the subject property was owned by [Not responsive]. On August 31, 1953, [Not responsive], unmarried, conveyed the property, which was part of a larger parcel of land containing 20.25 acres, to [Not responsive] through a Quitclaim Deed (A-1).

[Not responsive] owned all of the 20.25 acres containing the subject property from August 31, 1953, until October 19, 1953. On October 19, 1953, [Not responsive], conveyed an undivided one-third interest in the 20.25 acres of land to [Not responsive] [Not responsive], through a Quitclaim Deed (A-2).

On May 19, 1954, [Not responsive] signed an Affidavit clarifying the chain of title for the subject property through family inheritance (A-3).

[Not responsive] owned a two-thirds interest and [Not responsive] [Not responsive] owned a one-third interest in the property containing the subject property from October 19, 1953, until June 23, 1954. On June 23, 1954, [Not responsive] [Not responsive], conveyed the subject property to H. Duff Vilm Mortgage Company, Inc. through a Warranty Deed (A-4).

H. Duff Vilm Mortgage Company, Inc. owned the property containing the subject property from June 23, 1954, until April 16, 1956. On April 15, 1956, H. Duff Vilm Mortgage Company, Inc. conveyed the property containing the subject property to Ed Springer Realty, Inc. through a Warranty Deed (A-5).

Ed Springer Realty, Inc. owned the property containing the subject property from April 15, 1956, until April 18, 1956. On April 18, 1956, Ed Springer Realty, Inc. conveyed 5.37 acres of land, which contains the subject property to B-H-T Products Corporation through a Warranty Deed (A-6).

B-H-T Products Corporation owned the property containing the subject property from April 18, 1956, until May 10, 1974. On May 10, 1974, General Automotive Parts Corp., successor to B-H-T Products Corporation conveyed the property to General Motors Corporation through a Warranty Deed (A-7).

General Motors Corporation owned the property from May 10, 1974, until November 29, 1993. On November 29, 1993, General Motors Corporation conveyed land, including the subject property, to AEC Acquisition Corporation, which will be renamed Allison Engine Company, Inc., through a Corporate Limited Warranty Deed (A-8).

Allison Engine Company, Inc. owned the subject property from November 29, 1993, until December 30, 1998. On December 30, 1998, Allison Engine Company conveyed the property to Associated Property Services, Inc. through a Warranty Deed (A-9).

Associated Property Services, Inc. owned the subject property from December 30, 1998, until September 27, 1992. On September 27, 1992, Associated Property Services, Inc. conveyed the subject property to 700 N. Olin Avenue, LLC through a General Warranty Deed (A-10).

APPENDIX A

TITLE DOCUMENT REFERENCES

TITLE DOCUMENT REFERENCES

- A-1 Quitclaim Deed. Not responsive, Grantor; Not responsive, Grantee; dated August 31, 1953; recorded October 20, 1953
- A-2 Quitclaim Deed. Not responsive, Grantors; Not responsive, Grantees; dated October 19, 1953; recorded October 20, 1953
- A-3 Affidavit. Not responsive, Affiant; dated May 13, 1954; recorded May 14, 1954
- A-4 Warranty Deed. Not responsive, Grantors; H. Duff Vilm Mortgage Company, Inc., Grantee; dated June 23, 1954; recorded June 23, 1954
- A-5 Warranty Deed. H. Duff Vilm Mortgage Company, Inc., Grantor; Ed Springer Realty, Inc., Grantee; dated April 16, 1956; recorded April 20, 1956
- A-6 Warranty Deed. Ed Springer Realty, Inc., Grantor; B-H-T Products Corporation, Grantee; dated April 18, 1956; recorded April 20, 1956
- A-7 Warranty Deed. General Automotive Parts Corp., successor by merger to BHT Products Corp., Grantor; General Motors Corporation, Grantee; dated May 10, 1974; recorded May 16, 1974
- A-8 Corporate Limited Warranty Deed. General Motors Corporation, Grantor; AEC Acquisition Corporation, which will be renamed Allison Engine Company, Inc., Grantee; dated November 29, 1993; recorded December 6, 1993
- A-9 Warranty Deed. Allison Engine Company, Inc., Grantor; Associated Properties Services, Inc., Grantee; dated December 30, 1998; recorded December 31, 1998
- A-10 General Warranty Deed. Associated Property Services, Inc., a/k/a Associated Properties Services, Inc., Grantor; 700 N. Olin Avenue, LLC, Grantee; dated September 27, 2002, recorded October 4, 2002

ATTACHMENT A
TITLE DOCUMENTS A-1 THROUGH A-10

A-1

A 48091

DR 1507

68631

8-31-53

10-20-53

QUITCLAIM DEED (Short Form)

68631

This Indenture Witnesseth, That **Not responsive**

of **Folk** County, and State of **Arkansas**
RELEASE AND QUITCLAIM TO **Not responsive**

of **Marion** County, and State of **Indiana**
for the sum of **one dollar and love and affection**

the following REAL ESTATE, in **Marion** County, in the State of **Indiana**, to wit:

PARCEL NO. 1: Lot 12 in German Park Addition to the City of Indianapolis as per Plat Book 15, page 91 in the office of the Recorder of Marion County, Indiana;

PARCEL NO. 2: Lot 1, Block 8 in Wilder's Subdivision and Hanna's Oak Hill Addition to the City of Indianapolis, Indiana;

PARCEL NO. 3: Part of the East half of the northwest quarter, Section 5, Township 15 North of Range 3 East of the Second Principal Meridian, Marion County, Indiana, described as follows:

Beginning at a point on the east line thereof where the said line is crossed by the center of the right of way (now the center of the track) of the Cincinnati, Indianapolis and Western Railroad (formerly the I.D.W.R.R.); thence south along the east line of said half quarter section 1015.3 feet; thence west parallel to the north line said half quarter section 780 feet; thence north parallel to the east line of said half quarter 1233 feet to the center of said railroad right of way and track; thence southeasterly along the center of said railroad track 797.65 feet more or less to the place of beginning, except a tract 48 by 100 feet and described as follows: Beginning at a point 25 feet west of the east line of said half quarter on the north line of West Walnut Street (extended); thence west 188 feet along said north line of West Walnut Street; thence north 40 feet parallel with the east line of said half quarter; thence east parallel with the south line of said tract 188 feet; thence south parallel with the east line of said half quarter 40 feet to the place of beginning, containing in all 20 1/4 acres, more or less.

In Witness Whereof The said

Not responsive

has hereunto set his hand and seal

this **31st** day of

AUGUST

19 **53**

DULY ENTERED
FOR TAXATION

JUL 20 1953

Ray T. Lamb
COUNTY AUDITOR

Not responsive

(SEAL)

(SEAL)

(SEAL)

State of **Indiana** **Folk** County, ss:

Before me, a notary public

in and for said County, this **31st** day of **Aug**

19 **53**

personally appeared **Not responsive**

and acknowledged the execution of the annexed Deed.

Witness my hand and seal
My commission expires **Jan 10th 54**

Wm. Lowrey
Wm. Lowrey,

Notary Public

(SEAL)

9-25-53

A-2

A 48092

DR 1507

68632

10-19-53

10-20-53

QUITCLAIM DEED (Short Form.)

This Indenture Witnesseth, That **Not responsive**

of Marion County, and State of Indiana
RELEASE AND QUITCLAIM TO

Not responsive

of Marion County, and State of Indiana
for the sum of one dollar and other valuable consideration
the following REAL ESTATE, in Marion County, in the State of Indiana, to wit:

An undivided one-third (1/3) interest in the following described real estate, located in Marion County, Indiana:

✓ PARCEL NO. 1: Lot 12 in German Park Addition to the City of Indianapolis as per plat Book 15, page 91 in the office of the Recorder of Marion County, Indiana;

✓ PARCEL NO. 2: Lot 1, Block 8 in Wilder's Subdivision and Hanna's Oak Hill Addition to the City of Indianapolis, Indiana;

✓ PARCEL NO. 3: Part of the East half of the northwest quarter, Section 5, Township 15 North of Range 3 East of the Second Principal Meridian, Marion County, Indiana, described as follows:

Beginning at a point on the east line thereof where the said line is crossed by the center of the right of way (now the center of the track) of the Cincinnati, Indianapolis and Western Railroad (formerly the I.D.&W.R.R.); thence south along the east line of said half quarter section 1015.3 feet; thence west parallel to the north line of said half quarter section 780 feet; thence north parallel to the east line of said half quarter 1233 feet to the center of said railroad right of way and track; thence southeasterly along the center of said railroad track 797.65 feet more or less to the place of beginning, containing in all 20 1/4 acres, more or less.

In Witness Whereof The said **Not responsive**

has hereunto set their hands and seals this 19th day of
October 1953

DULY ENTERED
FOR TAXATION

OCT 20 1953

Ray T. Louis
COUNTY AUDITOR

Not responsive

Not responsive

State of Indiana MARION County, ss:

Before me, a notary public
in and for said County, this 19th day of October 1953
personally appeared **Not responsive**

and acknowledged the execution of the annexed Deed.

Witness my hand and seal
My commission expires Jan 16 1956 *Edward Newell*
EDWARD NEWELL, Notary Public

A-3

A 76782

519

30948

5-13-54

5-14-54

10
STATE OF INDIANA }
COUNTY OF MARION } 88

30948

5-15-53
caved
add
AFFIDAVIT.

Comes now [Not responsive] and being first duly sworn upon his oath, deposes and says:

1. That he is a part owner of the following described real estate in Marion County, Indiana;

A part of the North East Quarter of the North West quarter of Section 5, in Township 15 North of Range 3 East, and more particularly described as follows:
Beginning at a point on the East line of said quarter quarter where the same is crossed by the center of the right of way of the Cincinnati, Indianapolis and Western Railroad (formerly Indiana Decatur & Western Railroad); thence South along the East line of said quarter quarter Section 1015 3/10 feet to the Southeast corner thereof, thence West along the South line thereof 780 feet to a point; thence North parallel to the East line of said quarter quarter 12 3/4 feet to the center of said railroad right of way, thence Southeasterly along the center of said railway tract, 797 65/100 feet, more or less to the place of beginning;

2. That his mother, [Not responsive] deceased, was a second cousin to the decedent, [Not responsive]

3. That the tract of land, 40 feet wide and 100 feet long, described in deed, recorded in Land Record 61, page 198, being a part of the above described real estate, has not for a period of more than one year last past been used for the purpose of a Sunday School or Church by the Society of Friends;

4. Deponent further says that [Not responsive] died intestate December 14, 1934 and left surviving no husband, no child other than her son, [Not responsive] and no child or children of any deceased child;

5. That [Not responsive] died intestate June 20, 1953; that he did not leave surviving either wife, child or other descendant, brother or sister or the descendant of any deceased brother or sister, father or mother, or maternal grandparent or the child or children of any maternal grandparent; but left surviving as his only heir at law his second cousin in the maternal line, [Not responsive] and none other; that he was also known as [Not responsive]

6. Deponent further says that he is Administrator of the estate of [Not responsive] deceased, and that there will be no Federal estate

307482

taxes against said estate; that the gross estate of said decedent does not exceed \$25,000.00;

7. Deponent further says that [redacted], deceased, is not the same person as [redacted] [redacted] judgment was taken for court costs in favor of [redacted] rendered December 21, 1950 in Cause No. M-33987 in Marion Municipal Court;

Further deponent sayeth not.

Not responsive

Subscribed and sworn to before me this 3rd day of May, 1954

Edward F. New
Edward F. New,
Notary Public

My commission expires March 6, 1956

RECORDED AT 9:30 A. M.
MAY 14 1954

RECEIVED FOR RECORD

A-4

A 82634

DR 1534

40580

6-23-54

6-23-54

40580

Warranty Deed



This Indenture Witnesseth, That

Not responsive

Marion County, in the State of Indiana CONVEY AND WARRANT to

H. DUFF VILM MORTGAGE COMPANY, INC., an Indiana corporation,

of Marion County, in the State of Indiana

for the sum of One (\$1.00) Dollar and other valuable considerations

the receipt of which is hereby acknowledged, the following REAL ESTATE in Marion County, in the State of Indiana, to-wit:

A part of the North East Quarter of the North West Quarter of Section 5 in Township 15, North of Range 3 East, and more particularly described as follows:

Beginning at a point on the East line of said Quarter Quarter where the same is crossed by the center of the right of way of the Cincinnati, Indianapolis and Western Railroad (formerly Indiana Decatur & Western Railroad); thence South along the East line of said Quarter Quarter Section 1015 3/10 feet to the Southeast corner thereof, thence West along the South line thereof 780 feet to a point; thence North parallel to the East line of said Quarter Quarter 1233 feet to the center of said railroad right of way, thence Southeasterly along the center of said railway track, 797 65/100 feet, more or less to the place of beginning.

Subject to any legal highways or rights of way.

Subject to second installment of taxes for 1953 payable in November 1954, and subject to taxes payable thereafter.

Subject to any restrictions, easements or covenants of record.



DULY ENTERED FOR TAXATION

JUN 24 1954

Roy T. Bonds
COUNTY AUDITOR

Said grantors do hereby represent and state that each have continuously been domiciled in and a subject, citizen and resident of the United States of America since prior to April 8, 1940; that they are not acting directly or indirectly in any capacity whatsoever for any enemy or blacked country or national thereof.

In Witness Whereof, the said

Not responsive

Not responsive

have hereunto set their hands and seals, this 22nd day of June, 1954

Not responsive

A-5

A 196027

DR 1614

27479

4-16-56

4-20-56



27479

Warranty Deed

This Indenture Witnesseth, That

H. Duff Vilm Mortgage Company, Inc., an Indiana Corporation

of Marion County, in the State of Indiana CONVEY AND WARRANT to

Ed Springer Realty, Inc., an Indiana Corporation

of Marion County, in the State of Indiana

for the sum of One Dollar and other valuable consideration - - - - - Dollars,

the receipt of which is hereby acknowledged, the following REAL ESTATE in Marion County, in the State of Indiana, to-wit:

A part of the North East Quarter of the North West Quarter of Section 5 in Township 15 North of Range 3 East, and more particularly described as follows:-

Beginning at a point on the East line of said quarter quarter where the same is crossed by the center of the right of way of the Cincinnati, Indianapolis and Western Railroad (formerly Indiana Decatur & Western Railroad); thence South along the East line of said quarter quarter Section 1015 3/10 feet to the Southeast corner thereof, thence West along the South line thereof 760 feet to a point; thence North parallel to the East line of said quarter quarter 1233 feet to the center of said railroad right of way, thence Southeasterly along the center of said railway tract, 797 65/100 feet, more or less to the place of beginning. Except 100 feet by parallel lines off the entire South end. Subject to any legal highways or rights of way.

Subject to the May 1955 taxes due and payable in May, 1956 and thereafter.

This warranty deed is executed and delivered pursuant to resolution duly adopted by the Board of Directors of the Grantor.



Said grantors do hereby represent and state that each have continuously been domiciled in and a subject, citizen and resident of the United States of America since prior to April 6, 1940; that they are not acting directly or indirectly in any capacity whatsoever for any enemy or blocked country or national thereof.

In Witness Whereof, the said H. Duff Vilm Mortgage Company, Inc., an Indiana Corporation

do hereby execute their hand and seal, this 16th day of April 1956

H. DUFF VILM MORTGAGE COMPANY, INC.

(Seal)

H. Duff Vilm, President (Seal)

(Seal)

Wendell H. Perkins, Asst. Sec. Treas. (Seal)

A-6

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DR 1614

27480

4-18-56

4-20-56

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27480

WARRANTY DEED

5-15-3

THIS INDENTURE WITNESSETH, That ED SPRINGER REALTY, INC., an Indiana Corporation (hereinafter referred to as the "Grantor"), conveys and warrants to B-H-T PRODUCTS CORPORATION, an Indiana Corporation, for and in consideration of Ten Dollars (\$10.00) and other good and valuable considerations, the receipt whereof is hereby acknowledged, the following-described real estate in Marion County, State of Indiana, to wit:

A part of the Northeast Quarter of the Northwest Quarter of Section 5, Township 15 North, Range 3 East, in Marion County, State of Indiana, more particularly described as follows, to wit:

Beginning at a point in the east line of said quarter quarter section 100 feet north of the southeast corner thereof, thence west parallel to the south line of said quarter quarter section for a distance of 780 feet to a point in the east line of Little Eagle Creek Park; thence north parallel to the east line of said quarter quarter section for a distance of 300 feet; thence east parallel to the south line of said quarter quarter section for a distance of 780 feet to a point in the east line of said quarter quarter section; thence south on and along said east line of said quarter quarter section for a distance of 300 feet to the point of beginning, containing 5.37 acres, more or less, subject, however, to any and all legal highways, rights of way, easements and restrictions of record, and subject also to the second installment of state and county property taxes for the year 1955 payable in November, 1956, and all such taxes falling due thereafter.

**DULY ENTERED
FOR TAXATION**

APR 20 1956

Roy J. Louis
COUNTY AUDITOR



27480-2

This warranty deed is executed and delivered pursuant to resolution duly adopted by the Board of Directors of the Grantor. The Grantor was not on April 8, 1940, nor has it at any time since that date been controlled by any foreign country or national thereof; and at no time subsequent to said date has any substantial part of the shares, bonds, debentures, notes or other securities or obligations of said Grantor been owned or controlled directly or indirectly by any foreign country or national thereof. The representations and statements in this paragraph set forth are made under oath to induce the acceptance of this warranty deed.

IN WITNESS WHEREOF, the Grantor has caused this warranty deed to be executed on its behalf and its corporate seal to be affixed this 18th day of April, 1956.

ED SPRINGER REALTY, INC.

By H. Duff Vilim
H. Duff Vilim, President

Attest:

Ethel J. Vilim
Ethel J. Vilim, Secretary

A-7



WARRANTY DEED



74-28880

550

THIS INDENTURE WITNESSETH, That GENERAL AUTOMOTIVE PARTS CORP., an Indiana corporation (successor by merger to BHT Products Corp.) ("Grantor"), CONVEYS and WARRANTS to GENERAL MOTORS CORPORATION, a Delaware corporation, having its principal office at 3044 West Grand Boulevard, Detroit, Michigan 48202, for the sum of Ten Dollars (\$10.00) and other valuable consideration, the receipt of which is hereby acknowledged, the following described real estate in Marion County, in the State of Indiana:

700 Olin Street

A part of the Northeast Quarter of the Northwest Quarter of Section 5, Township 15 North, Range 3 East, in Marion County, State of Indiana, more particularly described as follows, to wit:

Beginning at a point in the east line of said quarter quarter section 100 feet north of the Southeast corner thereof, thence west parallel to the south line of said quarter quarter section for a distance of 780 feet to a point in the east line of Little Eagle Creek Park; thence north parallel to the east line of said quarter quarter section for a distance of 300 feet; thence east parallel to the south line of said quarter quarter section for a distance of 780 feet to a point in the east line of said quarter quarter section; thence south on and along said east line of said quarter quarter section for a distance of 300 feet to the point of beginning, containing 5.37 acres, more or less.

More accurately described by James E. Dankert, Registered Land Surveyor on survey dated January 17, 1974, as follows:

Part of the Northeast Quarter of the Northwest Quarter of Section 5, Township 15 North, Range 3 East in Marion County, Indiana, more particularly described as follows:

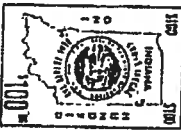
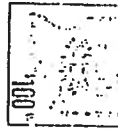
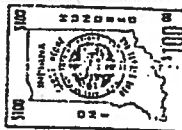
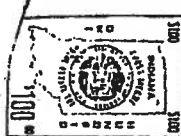
Beginning in the East line thereof, North 00 degrees 52 minutes 26 seconds East 100.00 feet from the Southeast corner thereof; thence South 89 degrees 11 minutes 02 seconds West parallel with the South line thereof 783.19 feet to a point in the East line of Little Eagle Creek Park; said point lies North 89 degrees 30 minutes 18 seconds East (parallel with the North line of the said

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TAXATION
DUPLICATE

74-28880



5-16-74



Section 5) 1760.00 feet from the West line of the said Section 5; thence North 01 degree 11 minutes 18 seconds East along the said East line of Little Eagle Creek Park, which is parallel with the West line of said Section 5, a distance of 300.05 feet; thence North 89 degrees 11 minutes 02 seconds East parallel with the South line of the said Quarter Quarter Section 781.55 feet to the East line thereof; thence South 00 degrees 52 minutes 26 seconds West along the said East line 300.00 feet to the Place of Beginning.

INCLUDING all improvements thereon and all strips and gores of land within and adjoining the land described and claimed by Grantor, TOGETHER WITH all right, title and interest in Olin Avenue. SUBJECT TO the right of public use in Olin Avenue.

Subject to easements and rights of way of record, including specifically the following:

(a) Easement for electric power lines and appurtenant property, together with associated rights granted to Indianapolis Power & Light Company by Instrument dated May 8, 1968 and recorded May 28, 1968 as Instrument No. 68-24784.

(b) Easement for power transmission lines and appurtenances and associated rights in favor of Indianapolis Power & Light Company over westerly portion of insured premises, 100 feet in width as shown on survey dated January 17, 1974 by James E. Dankert, Registered Land Surveyor No. 4028.

(c) Encroachment upon property adjoining to the north and west by chain link fence appurtenant to the insured premises as shown by survey dated January 17, 1974 by James E. Dankert, Registered Land Surveyor No. 4028.

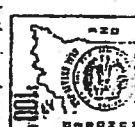
(d) Possible easements for power lines and telephone lines across southeasterly portion of insured premises as shown by survey dated January 17, 1974 by James E. Dankert, Registered Land Surveyor No. 4028.

Subject also to real estate taxes for 1973 due and payable in May 1974 and thereafter.

The undersigned persons executing this deed on behalf of Grantor represent and certify that they are duly elected officers of Grantor and have been fully empowered, by proper resolution of the Board of Directors of Grantor, to execute and deliver this deed; that Grantor has full corporate capacity to convey the real estate described herein; and that all necessary corporate action for the making of such conveyance has been taken and done.



74 28890





IN WITNESS WHEREOF, Grantor has caused this deed to be
executed this 10th day of May, 1974.

GENERAL AUTOMOTIVE PARTS CORP.

By Donald N. Test, Jr.
Donald N. Test, Jr., Chairman of
Board



Richard A. Hansen, Secretary-
Treasurer



STATE OF TEXAS)

COUNTY OF DALLAS) SS:

Before me, a notary public in and for said county and
state, personally appeared DONALD N. TEST, JR. and RICHARD A.
HANSEN, President of Board and Secretary-Treasurer, respectively,
of GENERAL AUTOMOTIVE PARTS CORP., who acknowledged execution
of the foregoing Warranty Deed for and on behalf of said Grantor
and who, having been duly sworn, stated that the representations
therein contained are true.

WITNESSES
1974



notarial seal this 10th day of May

Diana S. McPight

Printed Diana S. McPight
Notary Public

My commission expires
June 1, 1975

This instrument prepared by
Lester Irons, Attorney



28850

A-8

207455

1

JOHN P. VAN ARK
Dec 6 5 03 57 01
FOR
OFFICE

35

CORPORATE LIMITED WARRANTY DEED

THIS INDENTURE WITNESSETH, that General Motors Corporation, a Delaware corporation ("Grantor"), CONVEYS to AEC Acquisition Corporation, a Delaware corporation, which will be renamed Allison Engine Company, Inc., a Delaware corporation ("Grantee"), for a sum of Ten Dollars (\$10.00) and other valuable consideration, the receipt of which is hereby acknowledged, certain real estate in Marion County, Indiana, more particularly described in the attached Exhibit A (the "Real Estate"), together with all rights, easements and interests related thereto.

This conveyance is subject to the following:

1. The lien of real estate taxes payable in May, 1994, and all such taxes payable thereafter, and all general and special assessments and all other governmental, municipal and public dues, charges and impositions not delinquent, each of which Grantee assumes and agrees to pay;

2. All applicable zoning, building and land use and other governmental restrictions, laws, ordinances, rules and regulations;

3. Rights of the public and the State of Indiana or any political subdivision of the State of Indiana, including (without limitation) counties and municipalities, in and to that part of the Real Estate which has been taken or used for highways, streets, rights-of-way and related purposes;

4. All matters disclosed in the surveys of the Real Estate prepared by Paul I. Cripe, Inc., dated October 12, 1993; and

5. The permitted exceptions identified on the attached Exhibit B.

Grantor, as its sole warranty herein, specially warrants to Grantee, its successors and assigns, that Grantor will forever defend title to the Real Estate (subject to the matters to which this conveyance is hereinabove made subject) against only those claims of persons who shall claim title to or assert claims affecting the title to the Real Estate, or any part thereof, under, by or through Grantor, but not otherwise.

All owners, tenants, successors and assigns of the Real Estate hereby covenant and agree for themselves and those persons claiming by, through or under such parties that during the period of their respective ownership and/or occupancy, they shall not dispose of any hazardous substance, hazardous waste or toxic substance, as those terms are defined under CERCLA 42 U.S.C. §9601, et seq., RCRA 42 U.S.C. §6901, et seq., or TSCA 15 U.S.C. §2601, et seq., on or below the Real Estate.

Inst # 1993-0184436

12/06/93 10:25AM JOHN H. ROBERT PARSON CITY RECORDER PAGE 05 PAGE 13

Except as provided in the Asset Purchase Agreement dated as of September 14, 1993, between Grantor and AEC Acquisition Corporation, the improvements on the Real Estate are conveyed "AS IS" without warranty of any kind, and Grantor disclaims all warranties with respect to the improvements, including, without limitation, any implied warranties of habitability or fitness for a particular purpose.

The undersigned person executing this deed on behalf of Grantor represents and certifies that he is the duly elected officer of Grantor and has been fully empowered, by proper resolution of the Board of Directors of Grantor, to execute and deliver this deed; that Grantor has full corporate capacity to convey the real estate described herein; and that all necessary corporate action for the making of such conveyance has been taken and done.

IN WITNESS WHEREOF, Grantor has caused this deed to be executed this 29th day of December, 1993.

Indiana Gross Income Tax on Sale of Real Estate	
Paid by <u>General Motors Corporation</u>	Grantor
Date Paid <u>12-1-93</u>	
Amount Paid \$ <u>134,516.00</u>	
Treasurer's Receipt # <u>61-13131</u>	
Marion County	

GENERAL MOTORS CORPORATION

By: G. G. Fox
Printed: G. G. Fox
Title: Director, Argonaut Realty

EXECUTION RECOMMENDED
ARGONAUT REALTY
BY

STATE OF MICHIGAN)
COUNTY OF WAYNE) SS:

Before me, a Notary Public in and for the State of Michigan, personally appeared G. G. Fox, the DIRECTOR, ARGONAUT REALTY of General Motors Corporation, who, having been duly sworn, acknowledged the execution of the foregoing Corporate Limited Warranty Deed for and on behalf of said corporation.

WITNESS my hand and Notarial Seal this 29th day of
November, 1993.

Bernice C. Heady
Notary Public
Bernice C. Heady

Printed

My Commission Expires:

8-14-94

BERNICE C. HEADY
NOTARY PUBLIC - INDIANA COUNTY, INDIANA
AGTS. OF INDIANA COUNTY
MY COMMISSION EXPIRES 8-14-94

I am a resident of
Oakland County, Michigan.

This instrument was prepared by Thomas A. Vogtner, Attorney at Law,
Baker & Daniels, Suite 2700, 300 North Meridian Street,
Indianapolis, Indiana 46204-1782.

Return after recording to: Bonnie L. Martinolich, Esq., Debevoise & Plimpton,
875 Third Avenue, New York, New York 10022

Grantee's Address is and tax statements should be sent to:
Allison Engine Company, Inc., 2001 South Tibbs Avenue, Mail Stop 17,
Indianapolis, Indiana 46241. Attention: Property Accounting

EXHIBIT A

Plant 10

Part of the North Half of the Northwest Quarter of Section 5, Township 15 North, Range 3 East in Marion County, Indiana, Also, being part of tracts described in Instruments No. 74-28880, referred to herein as Parcel A, and Instrument No. 77-011367, referred to herein as Parcel B, all as recorded in the Office of the Recorder of Marion County, Indiana more particularly described as follows:

Commencing at the Southeast corner of the North Half of said Northwest Quarter Section; thence along the South line thereof, South 89 degrees 11 minutes 02 seconds West 25.00 feet to the Point of Beginning, said point is the southeast corner of said Parcel B; thence continue along said South line and the south line of Parcel B, South 89 degrees 11 minutes 02 seconds West 471.63 feet to the southwest corner of said Parcel B; thence along the west line of said Parcel B, North 46 degrees 43 minutes 21 seconds West 143.65 feet to the northwest corner of said Parcel B, also, being the beginning point of a tract conveyed by Instrument No. 77-011366, herein referred to as Parcel C; thence along the east line of said Parcel C, North 46 degrees 43 minutes 21 sec. is West 27.57 feet; thence along a northeasterly line of said Parcel C, North 89 degrees 00 minutes 00 seconds West 115.00 feet; thence along an east line of said Parcel C, North 01 degree 24 minutes 57 seconds East 96.79 feet; thence along the east line of said Parcel C, North 13 degrees 20 minutes 00 seconds East 185.97 feet to a point on the north line of said Parcel A; thence along the said north line, North 89 degrees 11 minutes 02 seconds East 697.11 feet to a point on the East line of the North Half of said Northwest Quarter Section; thence along said East line and the east line of said Parcel A, South 00 degrees 51 minutes 25 seconds West 300.00 feet; thence along the south line of said Parcel A, South 89 degrees 11 minutes 02 seconds West 25.00 feet; thence along the east line of said Parcel B, South 00 degrees 52 minutes 26 seconds West 100.00 feet to the Point of Beginning, containing 6.138 acres, more or less.

EXHIBIT A

Plant 8

Part of the Southwest Quarter and part of the Southeast Quarter of Section 16, and part of the Northwest Quarter of Section 21 all in Township 15 North, Range 3 East and also vacated San Jose St. (Becher) vacated in Deed filed May 24, 1960, Cause No. 9937 and vacated Bedford Avenue vacated in Deed Record 1597, page 397, in Marion County, Indiana, more particularly described as follows:

Commencing at the Northwest corner of said Northwest Quarter Section; thence along the North line thereof, South 89 degrees 59 minutes 00 seconds East 57.43 feet to the Point of Beginning; thence South 05 degrees 53 minutes 14 seconds West 40.21 feet to a point on the right of way line of Airport Expressway (Raymond Street) known as Project DOT (4.26-C.17) ST-31-016, the deed of which is recorded as Instrument 81-33418 in the Office of the Recorder of Marion County, Indiana (the next eight courses are along the right of way line of said Airport Expressway); (1) thence South 02 degrees 30 minutes 38 seconds West 44.90 feet; (2) thence South 19 degrees 17 minutes 27 seconds East 53.85 feet; (3) thence South 68 degrees 37 minutes 14 seconds East 32.23 feet; (4) thence North 72 degrees 28 minutes 50 seconds East 472.42 feet to a point on a curve having a radius of 2004.86 feet, the radius point of which bears South 17 degrees 31 minutes 10 seconds East; (5) thence Northeasterly along said curve to the right 129.77 feet to a point which bears North 13 degrees 48 minutes 40 seconds West from said radius point; (6) thence South 89 degrees 59 minutes 00 seconds East 178.36 feet to a point on a curve having a radius of 1969.86 feet, the radius point of which bears South 08 degrees 46 minutes 02 seconds East; (7) thence Northeasterly along said curve to the right 391.74 feet to a point which bears North 02 degrees 37 minutes 38 seconds East from said radius point; (8) thence South 86 degrees 56 minutes 34 seconds East 80.16 feet (measured) 79.90 feet (deed) to a point on the West line of a parcel of land described in Instrument 46717 to the Indianapolis Power and Light Company, recorded in said Recorder's Office; thence along the West line of said parcel (Instrument 46717) and along the West line of a parcel of land described in Instrument 78676 to the Indianapolis Power and Light Company, recorded in said Recorder's Office, North 02 degrees 40 minutes 00 seconds East 305.15 feet to the Northwest corner of the last said parcel (Instrument 78676) (the next two courses are along the last said parcel); (1) thence South 89 degrees 59 minutes 00 seconds East 260.00 feet to the Northeast corner of said parcel; (2) thence South 02 degrees 40 minutes 00 seconds West 145.00 feet to a point on the North line of the first said parcel (Instrument 46717) (the next two courses are along the first said parcel); (1) thence South 89 degrees 59 minutes 00 seconds East 160.00 feet to the Northeast corner of said parcel; (2) thence South 02 degrees 40 minutes 00 seconds West 73.95 feet to a point on the right of way line of said Airport Expressway (the next 18 courses are along the right of way line of said Airport Expressway); (1) thence South 88 degrees 38 minutes 43 seconds East 92.62 feet (measured) 92.93 feet (deed); (2) thence South 01 degree 21 minutes 17 seconds West 60.60 feet; (3) thence South 86 degrees 25 minutes 51 seconds East 160.77 feet; (4) thence South 89 degrees 59

EXHIBIT A

Plant 8

minutes 49 seconds East 300.00 feet; (5) thence North 88 degrees 05 minutes 38 seconds East 300.17 feet; (6) thence South 86 degrees 10 minutes 59 seconds East 75.17 feet; (7) thence South 47 degrees 50 minutes 39 seconds East 37.82 feet; (8) thence South 76 degrees 55 minutes 28 seconds East 22.95 feet; (9) thence South 89 degrees 32 minutes 51 seconds East 24.96 feet; (10) thence North 59 degrees 26 minutes 53 seconds East 29.12 feet; (11) thence South 89 degrees 32 minutes 51 seconds East 500.04 feet; (12) thence South 58 degrees 35 minutes 02 seconds East 29.16 feet; (13) thence South 89 degrees 32 minutes 51 seconds East 35.00 feet; (14) thence North 00 degrees 27 minutes 09 seconds East 15.38 feet; (15) thence South 89 degrees 32 minutes 51 seconds East 530.00 feet; (16) thence South 00 degrees 27 minutes 09 seconds West 15.38 feet; (17) thence South 89 degrees 32 minutes 51 seconds East 195.00 feet; (18) thence North 64 degrees 38 minutes 46 seconds East 10.90 feet (measured) 12.36 feet (deed) to a point on the East line of Garden Park Addition, the plat of which is recorded in Plat Book 13, page 91 in said Recorder's Office, said point bears North 02 degrees 49 minutes 39 seconds East 39.83 feet from the Southeast corner of the West Half of the Southeast Quarter of said Section 16; thence along the East line of said plat, North 02 degrees 49 minutes 39 seconds East 1303.30 feet to the Southeast corner of Lot 23 in said plat, which said corner is the Southeast corner of a parcel of land described in Instrument 101101 to the City of Indianapolis Board of Flood Control Commissioners recorded in said Recorder's Office (the next three courses are along the Westerly and Southerly line of said parcel); (1) thence North 06 degrees 53 minutes 12 seconds West 1303.07 feet; (2) thence North 87 degrees 43 minutes 00 seconds West 443.80 feet; (3) thence North 02 degrees 38 minutes 00 seconds East 19.27 feet to the Southerly line of a parcel of land described in Instrument 75-71927 as "TRACT 8-3" to the City of Indianapolis by a Deed of Gift as recorded in said Recorder's Office; thence along said parcel, South 87 degrees 42 minutes 00 seconds West 465.81 feet to a point on the East line of a parcel of land as described in Deed Record 1502, page 84 to Bridgeport Brass as recorded in said Recorder's Office; thence along the East line of said parcel, South 02 degrees 40 minutes 00 seconds West 507.66 feet to the Southeast corner thereof; thence along the South line of said parcel, North 89 degrees 47 minutes 00 seconds West 245.00 feet to a point on the East line of a parcel of land as described in Instrument 43159 to Bridgeport Brass as recorded in said Recorder's Office; thence along the East line thereof, South 02 degrees 40 minutes 00 seconds West 498.00 feet to the Southeast corner thereof; thence along the South line thereof, North 89 degrees 53 minutes 00 seconds West 445.00 feet to the Southwest corner thereof; thence along the West line thereof, North 02 degrees 40 minutes 00 seconds East 978.96 feet to a Southeast corner of a parcel of land as described in said Instrument 75-71927 "TRACT 8-2" to the City of Indianapolis by a Deed of Gift as recorded in said Recorder's Office (the next four courses are along the Southerly and Easterly lines of said "TRACT 8-2"); (1) thence North 89 degrees 53 minutes 00 seconds West 930.03 feet; (2) thence North 89 degrees 59

EXHIBIT A

Plant B

minutes 00 seconds West 264.02 feet; (3) thence South 02 degrees 33 minutes 00 seconds West 524.88 feet; (4) thence along the Southerly line of said "TRACT 8-2" and its extension thereof, North 89 degrees 59

minutes 00 seconds West 712.39 feet; thence South 02 degrees 33 minutes 00 seconds West 295.68 feet; thence North 89 degrees 59 minutes 00 seconds West 319.97 feet to the Northeast corner of a parcel of land as described in said Instrument 75-71927 as "TRACT 8-1" to the City of Indianapolis by a Deed of Gift as recorded in said Recorder's Office; thence along the Easterly line of said "TRACT 8-1", South 02 degrees 33 minutes 00 seconds West 1085.34 feet to a point on the Easterly right of way line of said DOT Project (4.26-C.17)ST-31-016 (the next two courses are along said right of way line); (1) thence South 87 degrees 27 minutes 00 seconds East 9.50 feet; (2) thence South 02 degrees 33 minutes 00 seconds West 457.71 feet to a point on the Easterly line of said "TRACT 8-1"; thence along said "TRACT 8-1", South 01 degree 37 minutes 51 seconds East 212.62 feet to a point 60.00 feet Easterly from the West line of the Southwest Quarter of said Section 16 and 45.00 feet Northerly from the South line of said Southwest Quarter Section; thence South 05 degrees 53 minutes 14 seconds West 45.24 feet to the Point of Beginning, containing 9,022,360 square feet, more or less, or 207.127 acres, more or less.

Subject, however, to the following public right of way:

That part of Raymond Street right of way, being Part of the Southwest Quarter of Section 16, and part of the Northwest Quarter of Section 21 all in Township 15 North, Range 3 East in Marion County, Indiana, more particularly described as follows:

Beginning on the south line of said Southwest Quarter of Section 21 at a point which lies South 89 degrees 58 minutes 59 seconds East 57.43 feet from the Southwest corner of said Southwest Quarter; thence (crossing into said Northwest Quarter of said Section 16) South 05 degrees 53 minutes 14 seconds West 40.21 feet to the beginning of the northerly line of right of way for Raymond Street Expressway as conveyed in Instrument No. 81-33416, said point lies on the south line of old Raymond Street right of way; thence along the said south right of way line South 89 degrees 58 minutes 59 seconds East 385.80 feet to a point on said Raymond Street Expressway right of way; thence along the Expressway right of way North 72 degrees 28 minutes 50 seconds East 115.91 feet to a curve having a radius of 2004.86 feet, the radius point of which lies South 17 degrees 31 minutes 10 seconds East; thence along said curve northeasterly (crossing the south line of said Section 16 at a distance of 17.06 feet) 129.77 feet; thence along the north line of old Raymond Street right of way South 89 degrees 58 minutes 59 seconds West 598.16 feet; thence along said old right of way line North 43 degrees 43 minutes 00 seconds West 20.76 feet to a point at the south end of right of way conveyed by Instrument No. 75-71927- Tract 8-1;

EXHIBIT A

Plant 8

thence South 05 degrees 53 minutes 14 seconds West 45.24 feet to the
place of beginning, containing 0.80 Acres, more or less.

EXHIBIT A

Plant 5

Part of the Southwest Quarter, part of the Northwest Quarter and part of the Northeast Quarter of Section 21, all in Township 15 North, Range 3 East in Marion County, Indiana, more particularly described as follows:

Commencing at the Northwest corner of said Southwest Quarter Section; thence along the West line thereof, South 02 degrees 41 minutes 17 seconds West 185.02 feet to the Westerly extension of the North line of Southern Avenue (School Street in the plat of "J.D. Campbell's First Addition to Maywood", the plat of which is recorded in Plat Book 6, page 64 in the Office of the Recorder of Marion County, Indiana); thence parallel with the North line of said Southwest Quarter Section, and along the Westerly extension of said Street, South 89 degrees 48 minutes 15 seconds East 25.02 feet to the point of Beginning, which said point is on the Easterly line of a parcel of land described in Instrument 75-71927 as "TRACT 5-1" by a Deed of Gift to the City of Indianapolis, Indiana which is recorded in said Recorder's Office; thence continue along the North line of said Street, South 89 degrees 48 minutes 15 seconds East 370.98 feet to the West line of a 12 foot alley in said "Addition"; thence parallel with the West line of said Southwest Quarter Section and along the West line of said alley, North 02 degrees 41 minutes 17 seconds East 165.00 feet to a point which is 20.00 feet Southerly from, as measured perpendicular to the North line of said Southwest Quarter Section; thence parallel with the North line of said Southwest Quarter Section, South 89 degrees 48 minutes 15 seconds East 1680.66 feet to a point which is North 89 degrees 48 minutes 15 seconds West 622.63 feet from the Southerly extension of the East line of the Northwest Quarter Section as measured parallel with the South line of said Northwest Quarter Section, which said point is the Southwest corner of a parcel of land described in said Instrument 75-71927 as "TRACT 5-2" to the City of Indianapolis, Indiana which is recorded in said Recorder's Office (the next seven courses are along the Northerly line of said "TRACT 5-2"); (1) thence North 62 degrees 14 minutes 28 seconds East 187.70 feet; (2) thence North 60 degrees 41 minutes 43 seconds East 97.60 feet; (3) thence North 57 degrees 36 minutes 13 seconds East 97.61 feet; (4) thence North 54 degrees 30 minutes 43 seconds East 97.61 feet; (5) thence North 51 degrees 25 minutes 13 seconds East 97.61 feet; (6) thence North 49 degrees 52 minutes 28 seconds East 117.32 feet; (7) thence South 40 degrees 08 minutes 09 seconds East 84.06 feet to a point on the Northerly line of the 40 foot wide right of way of the railway formerly known as the Indianapolis and Vincennes Railroad, now or formerly part of the Penn Central Railroad, said point lies North 40 degrees 08 minutes 09 seconds West 4.95 feet from a point on the East line of said Northwest Quarter Section which lies North 02 degrees 31 minutes 26 seconds East along said East line 295.00 feet from the Southeast corner of said Northwest Quarter Section, which said point on the Northerly line of the 40 foot wide right of way lies on a curve having a radius of 5709.65 feet, the radius point of which bears North 33 degrees 27 minutes 15 seconds West; thence Northeasterly along the Northerly line of the right of way of said Railway and along said curve to the left 1200.39 feet to the point of tangency of said curve which bears South 45 degrees 30 minutes 00 seconds East from said radius point; thence continue along the right of way line of said Railway, North 44 degrees 30 minutes 00 seconds East 717.47 feet to the East line of the West Half of the

EXHIBIT A

Plant 5

Northeast Quarter of said Section 21; thence along the East line of the West Half of said Northeast Quarter Section, North 02 degrees 29 minutes 20 seconds East 945.16 feet to a point on the Southerly right of way line of Airport Expressway (Raymond Street) known as Project DOT (4.26-C.17) ST-31-016 recorded as Instrument 81-33418 in said Recorder's Office, which said point lies South 02 degrees 29 minutes 20 seconds West 127.17 feet from the Northeast corner of the West Half of said Northeast Quarter Section (the next 23 courses are along the Southerly right of way line of said Airport Expressway); (1) thence North 80 degrees 43 minutes 29 seconds West 124.03 feet (measured) 125.09 feet (deed); (2) thence North 89 degrees 56 minutes 47 seconds West 216.09 feet; (3) thence South 89 degrees 10 minutes 46 seconds West 225.06 feet; (4) thence North 89 degrees 32 minutes 51 seconds West 750.00 feet; (5) thence North 89 degrees 31 minutes 43 seconds West 46.35 feet; (6) thence North 89 degrees 59 minutes 49 seconds West 702.83 feet; (7) thence South 87 degrees 08 minutes 26 seconds West 100.13 feet; (8) thence North 89 degrees 59 minutes 49 seconds West 250.00 feet; (9) thence North 84 degrees 17 minutes 11 seconds West 251.25 feet; (10) thence North 78 degrees 41 minutes 13 seconds West 101.98 feet; (11) thence North 85 degrees 14 minutes 00 seconds West 120.42 feet; (12) thence North 89 degrees 59 minutes 49 seconds West 20.00 feet; (13) thence South 50 degrees 11 minutes 51 seconds West 78.10 feet; (14) thence South 84 degrees 34 minutes 31 seconds West 124.16 feet to a curve having a radius of 1819.86 feet, the radius point of which bears South 02 degrees 50 minutes 33 seconds East; (15) thence Southwesterly along said curve to the left 466.19 feet to a point which bears North 17 degrees 31 minutes 10 seconds West from said radius point; (16) thence South 72 degrees 28 minutes 50 seconds West 255.76 feet; (17) thence South 68 degrees 11 minutes 29 seconds West 200.56 feet; (18) thence South 38 degrees 00 minutes 51 seconds West 31.92 feet; (19) thence South 13 degrees 49 minutes 14 seconds West 101.98 feet; (20) thence South 02 degrees 30 minutes 38 seconds West 433.00 feet; (21) thence North 87 degrees 29 minutes 22 seconds West 18.00 feet; (22) thence South 02 degrees 30 minutes 38 seconds West 427.00 feet; (23) thence North 87 degrees 29 minutes 22 seconds West 7.00 feet to a point on the Easterly line of a parcel of land as described in said Instrument 75-71927 as "TRACT 5-1" (the next three courses are along the Easterly line of said "TRACT 5-1"); (1) thence South 02 degrees 30 minutes 38 seconds West 999.03 feet to a point which lies North 02 degrees 30 minutes 38 seconds East 305.08 feet from the South line of said Northwest Quarter Section; (2) thence South 05 degrees 19 minutes 09 seconds West 306.05 feet to the South line of said Northwest Quarter Section; (3) thence parallel with and 25.00 feet Easterly from the West line of said Southwest Quarter Section, South 02 degrees 41 minutes 17 seconds West 185.02 feet to the Point of Beginning, containing 8,886,630 square feet or 204.009 acres, more or less.

EXHIBIT A

Plant 5

Also, part of the East Half of the Northeast Quarter of Section 20, Township 15 North, Range 3 East of the Second Principal Meridian in Marion County, Indiana, more particularly described as follows:

Beginning at a point on the East line of said Half Quarter Section 1450 feet South 02 degrees 30 minutes 38 seconds West of the Northeast corner thereof, said beginning point lies 30 feet North of the Southeast corner of a tract containing 9.56 Acres, more or less, conveyed to one Harry S. Hoover, by deed of conveyance recorded on November 7, 1907 in Land Record 49 page 165: thence South 89 degrees 13 minutes 33 seconds West 175 feet parallel with the South line of said Hoover tract; thence North 02 degrees 30 minutes 38 seconds East parallel with the East line of said Half Quarter Section 170 feet to a point; thence North 89 degrees 13 minutes 33 seconds East 175 feet, more or less to a point in the East line of said Half Quarter Section, which is 170 feet measured Northwardly along said East line from the place of beginning; thence South 02 degrees 30 minutes 38 seconds West along the East line of said Half Quarter Section to the place of beginning, containing 29,736 square feet, 0.683 Acres. The above tract was conveyed in Instrument No. 79-97656 as recorded in the office of the Recorder of Marion County, Indiana. Subject to 40 feet by parallel line off the entire east side for right of way for Tibbs Avenue as deeded in Instruments No. Deed Record 1140 pages 252 and 253 as recorded in said Recorders Office.

EXHIBIT B

1. Easement in favor of Indianapolis Power & Light Company, acquired by condemnation by suit filed April 15, 1930 in Marion Circuit Court, Cause No. 44597C.
2. ~~Rights of the public for highway purposes in and to~~ that portion of real estate lying within the bounds of Olin Avenue.
3. Easement for electric line granted to Indianapolis Power & Light Company by Instrument dated May 8, 1968 and recorded May 28, 1968, as Instrument No. 68-24784.
4. Easement for water main and appurtenances granted to Indianapolis Water Company by Instrument dated January 27, 1976 and recorded January 27, 1976, as Instrument No. 76-4453.
5. Permanent extinguishment of all rights and easements of ingress and egress to, from and across the limited access facility to be known as Holt Road as set out in instrument dated February 1, 1977 and recorded March 4, 1977, as Instrument No. 77-011366.
6. Commitments relative to use or development of real estate recorded September 16, 1977, as Instrument No. 77-0060920.
7. Right of Way granted to the State of Indiana by Instruments dated February 3, 1943 and recorded April 7, 1944, Deed Record 1140 page 253 and page 252.
8. Agreement to furnish certain railroad and switch track facilities dated August 19, 1943 between the Pennsylvania Railroad Company and General Motors Corporation and Defense Plant Corporation as disclosed in Quitclaim Deed recorded October 18, 1966 as Instrument No. 66-53635.
9. Easement for highway purposes from the United States Government to Marion County, Indiana, dated October 19, 1964, such easement being identified as No. DA-11-032-ENG-11605, as disclosed in Quitclaim Deed recorded October 18, 1966 as Instrument No. 66-53635.

10. Agreement for construction, operation, and maintenance of sewer line dated September 11, 1942, between the City of Indianapolis, Indiana, and Defense Plant Corporation as disclosed in Quitclaim Deed recorded October 18, 1966 as Instrument No. 66-53635.
11. Easements in favor of Indianapolis Power & Light Company; Citizens Gas & Coke Utility; and Indiana Bell Telephone Company as reserved in Vacation of Maywood Road; order recorded October 14, 1968 as Instrument No. 68-52362.
12. Permanent extinguishment of all rights and easements of ingress and egress to, from and across the limited access facility to be known as Airport Expressway as set forth in Instrument recorded June 1, 1981 as Instrument No. 81-33418.
13. Rights of the public for highway purposes in and to that portion of real estate lying within the bounds of old Raymond Street.
14. Easement for electric line granted to Indianapolis Power & Light Company by instruments in Deed Record 218, page 562, and Deed Record 1150, page 542, and Deed Record 1284, page 466.
15. Easement for electric line granted to Indianapolis Power & Light Company by Instrument dated July 26, 1956 and recorded August 2, 1956, as Instrument No. 53001, Deed Record 1628, page 184.
16. Sewer Service Agreement with the City of Indianapolis, Department of Public Works, dated June 24, 1954 and recorded July 2, 1954, as Instrument No. 43055, in Deed Record 1535.
17. Easement for electric line granted to Indianapolis Power & Light Company by Instrument dated March 13, 1957 and recorded May 15, 1957, as Instrument No. 29382, Deed Record 1663, page 14.
18. Easement for electric line granted to Indianapolis Power & Light Company by Instrument dated March 13, 1957 and recorded June 5, 1958, as Instrument No. 33483, Deed Record 1707.

19. Easement for pipeline over premises within (old) Raymond Street granted to United States of America (Department of the Air Force) by Instrument dated June 7, 1948 and recorded December 21, 1948, Deed Record 1323, page 440, as Instrument No. 75170.
20. Easement for sewer line over that portion of the premises within (old) Raymond Street granted to Bridgeport Brass Company by Instrument dated July 1, 1948 and recorded July 23, 1948, as Instrument No. 43160, Deed Record 1307, page 652.
21. Unrecorded Agreement for Industry Track, dated May 18, 1967, between The Pennsylvania Railroad Company and General Motors Corporation, Allison Division.
22. Unrecorded Agreement, dated July 8, 1974, between General Motors Corporation and the United States of America, by and through the Geological Survey, U.S. Department of the Interior for the excavation, installation, maintenance and exclusive use of 4 ground-water observation wells.
23. Unrecorded Letter Agreement, dated April 11, 1988, between General Motors Corporation and Reilly Tar & Chemical Corporation regarding limited ground water monitoring well nests.
24. Unrecorded Letter Agreement, dated May 11, 1990, between General Motors Corporation, Allison Gas Turbine Division and Reilly Industries, Inc. regarding access and installation of ground water monitoring well nests.
25. Unrecorded License Agreement, dated July 30, 1968, from General Motors Corporation to Indianapolis Power & Light Company regarding construction and maintenance of a guy wire and anchor.
26. Unrecorded License Agreement, dated March 29, 1973, from General Motors Corporation to Union Carbide Coatings Service Corporation, as successor in interest to Union Carbide Corporation, regarding construction, operation and repair of a nitrogen producing unit to furnish nitrogen to licensor.
27. Unrecorded Lease which includes a license, dated April 13, 1970 and signed June 10, 1970, between General

Motors Corporation and Indianapolis Power and Light Company.

28. Unrecorded Lease, dated as of August 24, 1993, between General Motors Corporation and Indiana Bell Telephone Company, Inc.
29. Unrecorded Lease Agreement, dated September 1, 1988, between Allison Gas Turbine Division, General Motors Corporation and Electronic Data Systems Corporation, as amended by First Amendment to Lease Agreement, dated May __, 1991.

A-9

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6

WARRANTY DEED

THIS INDENTURE WITNESSETH, that ALLISON ENGINE COMPANY, INC (f/k/a AEC Acquisition Corporation), a Delaware corporation ("Grantor") CONVEYS AND WARRANTS to ASSOCIATED PROPERTIES SERVICES, INC., an Indiana corporation (hereinafter referred to as "Grantee") for and in consideration of the sum of Ten and no/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the real estate located in Marion County, in the State of Indiana, more particularly described on Exhibit A attached hereto and made a part hereof and more commonly known as 700 North Olin Avenue, Indianapolis, Indiana

Subject to taxes for 1998, payable in 1999, and subject to taxes payable thereafter

Subject to easements, restrictions, covenants and agreements of record

The undersigned person executing this deed on behalf of said grantor corporation represents and certifies that such person has been fully empowered by said corporation to execute and deliver this deed; that the grantor corporation has full corporate capacity to convey the real estate described herein and that all necessary corporate action for the making of such conveyance has been taken and done

Grantor hereby certifies that it is the same corporation as AEC Acquisition Corporation, a Delaware corporation, which changed its name to Allison Engine Company, Inc pursuant to a Certificate of Amendment to its Certificate of Incorporation, a copy of which is attached hereto as Exhibit B

Tax bills should be sent to Grantee at the address of the Real Estate unless otherwise indicated below

IN WITNESS WHEREOF, Grantor has caused this deed to be executed this 30th day of December, 1998 4:00 pm

Indiana Gross Income Tax on Sale of Real Estate	
Paid by	Allison Engine Company, Inc. Grantor
Date Paid	12-31-98
Amount Paid \$	1200.00
Treasurer's Receipt #	404541
Marion County	

ALLISON ENGINE COMPANY, INC

By: Robert L. McDowell
Robert L. McDowell,
Director of Contracts

158821 DEC 31 8
MARTHA A WOMACKS
SUBJECT FOR TRANSFER

12/31/98 01:22PM JOHN M. ROBERT MARION CITY RECORDER SRC 20.00 PAGES: 6
Inst # 1998-0231570

STATE OF INDIANA)
) SS:
COUNTY OF MARION)

Subscribed and sworn to before me, a Notary Public in and for said County and State, personally appeared Robert L. McDowell, the Director of Contracts of Allison Engine Company, Inc., who acknowledged execution of the foregoing Deed, and who, having been duly sworn, stated that the representations therein contained are true

Witness my hand and Notarial Seal this 30th day of December, 1998.

My Commission Expires

County of Residence:

MICHAEL J. SIBBING, NOTARY PUBLIC
MARION COUNTY RESIDENT
COMMISSION EXPIRES - 3-7-00



Notary Public

Printed Name

This instrument prepared by Paul F. Lindemann, Attorney at Law, Krieg DeVault Alexander & Capchart, LLP, One Indiana Square, Suite 2800, Indianapolis, Indiana 46204-2017

Return Deed to: Paul F. Lindemann, Attorney at Law, Krieg DeVault Alexander & Capchart, LLP, One Indiana Square, Suite 2800, Indianapolis, Indiana 46204-2017

Send tax bills to: 5702 West Mianesota Street, Indianapolis, Indiana 46241.

SS-197907-1

A part of the North Half of the Northwest Quarter of Section 5, Township 15 North, Range 3 East in Marion County, Indiana, Also, being part of tracts described in Instrument No. 74-28330, referred to herein as Parcel A, and Instrument No. 77-011367, referred to herein as Parcel B, all as recorded in the Office of the Recorder of Marion County, Indiana more particularly described as follows:

Commencing at the Southeast corner of the North Half of said Northwest Quarter Section; thence along the South line thereof, South 89 degrees 11 minutes 02 seconds West 25.00 feet to the Point of Beginning, said point is the Southeast corner of said Parcel B; thence continue along said South line and the South line of Parcel B, South 89 degrees 11 minutes 02 seconds West 471.63 feet to the Southwest corner of said Parcel B; thence along the West line of said Parcel B, North 48 degrees 43 minutes 21 seconds West 143.65 feet to the Northwest corner of said Parcel B, also, being the beginning point of a tract conveyed by Instrument No. 77-011366, herein referred to as Parcel C; thence along the East line of said Parcel C, North 48 degrees 43 minutes 21 seconds West 27.57 feet; thence along a Northeasterly line of said Parcel C, North 89 degrees 00 minutes 00 seconds West 115.00 feet; thence along an East line of said Parcel C, North 01 degrees 24 minutes 57 seconds East 96.79 feet; thence along the East line of said Parcel C, North 13 degrees 20 minutes 00 seconds East 185.97 feet to a point on the North line of said parcel A; thence along the said North line, North 89 degrees 11 minutes 02 seconds East 697.11 feet to a point on the East line of the North Half of said Northwest Quarter Section; thence along said East line and the East line of said Parcel A, South 00 degrees 52 minutes 26 seconds West 300.00 feet; thence along the South line of said Parcel A, South 89 degrees 11 minutes 02 seconds West 25.00 feet; thence along the East line of said parcel B, South 00 degrees 52 minutes 26 seconds West 100.00 feet to the point of beginning.

EXHIBIT "A"

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AEC ACQUISITION CORPORATION", CHANGING ITS NAME FROM "AEC ACQUISITION CORPORATION" TO "ALLISON ENGINE COMPANY, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF DECEMBER, A.D. 1993, AT 10:15 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2335555 8100

981495042

EXHIBIT "B"

AUTHENTICATION:

DATE:

9479661

12-22-98

12-1-93

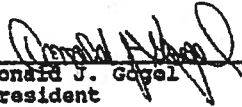
CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
AEC ACQUISITION CORPORATION
Under Section 242 of the
Delaware General Corporation Law

AEC ACQUISITION CORPORATION, a corporation organized and existing under the laws of the State of Delaware (the "Corporation") hereby certifies that:

1. The Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on May 7, 1993.
2. The Certificate of Incorporation of the Corporation is hereby amended, as authorized by Section 242 of the Delaware General Corporation Law, to change the name of the Corporation to "Allison Engine Company, Inc."
3. To effect such amendment, Article FIRST of the Certificate of Incorporation of the Corporation is hereby amended to read as follows:
"FIRST: The name of the Corporation is ALLISON ENGINE COMPANY, INC."
4. The foregoing amendment of the Certificate of Incorporation of the Corporation has been duly adopted in accordance with Sections 228, 229 and 242 of the Delaware General Corporation Law, by unanimous written consent of the Board of Directors and of the Sole Stockholder of the Corporation.


EXHIBIT "B"

IN WITNESS WHEREOF, the Corporation has caused this certificate to be executed by Donald J. Gagel, its President, and attested by Joseph L. Rice, III, its Vice President and Secretary, this 1st day of December, 1993.



Donald J. Gagel
President

Attest:



Joseph L. Rice, III
Vice President and Secretary

EXHIBIT "B"

A-10

7
②

④

MASTHA A. WIDMANN
10/04/02 12:07 PM
SUBJECT: EASEMENT

GENERAL WARRANTY DEED

THIS INDENTURE WITNESSES that ASSOCIATED PROPERTY SERVICES, INC., an Indiana corporation, a/k/a ASSOCIATED PROPERTIES SERVICES, INC. ("GRANTOR"), CONVEYS AND WARRANTS TO 700 N. OLIN AVENUE, LLC, an Indiana limited liability company ("GRANTEE"), having an office or mailing address at c/o American Art Clay Co., Inc., 4717 West Sixteenth Street, Indianapolis, Indiana 46222, for the sum of Ten Dollars (\$10.00) and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the following described real estate (the "Real Estate") in Marion County, in the State of Indiana:

**SEE EXHIBIT A, ATTACHED HERETO
AND MADE A PART HEREOF**

Subject to (a) the lien of all real estate taxes for 2002 due and payable in 2003, and thereafter, (b) the lien of any and all assessments and sewer use charges due and payable from and after the date hereof; (c) all zoning and land use laws and other applicable ordinances, rules, and regulations; and (d) the following: (i) rights of the public, the State of Indiana and/or the municipality, and others entitled thereto, in and to that part of the land taken or used for Olin Avenue and Holt Road; (ii) easement in favor of Indianapolis Power & Light Company pursuant to proceedings commenced on April 15, 1930 in the Marion County Circuit Court under Cause No. 45597C; (iii) electric line easement granted to Indianapolis Power & Light Company by Instrument dated May 8, 1968 and recorded May 28, 1968 as Instrument No. 68-24784; (iv) easement for a water main granted to Indianapolis Water Company by Instrument dated January 27, 1976 and recorded January 27, 1976 as Instrument No. 76-4453; (v) permanent extinguishment of all rights and easements of ingress and egress to and from part of the premises and the limited access facility known as Holt Road as set out in a deed to the City of Indianapolis dated February 1, 1977 and recorded May 4, 1977 as Instrument No. 77-11366; (vi) Commitments Relative To Use Or Development Of Real Estate Made In Connection With A Rezoning Of Property recorded September 16, 1977 as Instrument No. 77-60920; (vii) terms and provisions of an instrument titled "Declaration of Maintenance Obligation" dated October 28, 2000 and recorded October 31, 2000 as Instrument No. 2000-174222; and (viii) the rights of The Goodie Shop and Herb Racing, each as a tenant in possession of a part of the improvements located on the Real Estate under an unrecorded month-to-month lease.

The undersigned person executing this deed on behalf of Grantor represents and certifies that he or she has been fully empowered and authorized by any and all necessary action of Grantor to execute and deliver this deed; that Grantor has full capacity to convey the real estate described herein; and that any and all necessary action for the making of this conveyance has been taken and done.

Grantor hereby certifies that no Indiana Gross Income Tax is due on the transfer of the interest in real estate that is the subject of this conveyance.

IN WITNESS WHEREOF, Grantor has caused this General Warranty Deed to be executed this 27 day of SEP, 2002.

ASSOCIATED PROPERTY SERVICES,
INC., an Indiana corporation

By: John V Loudermill

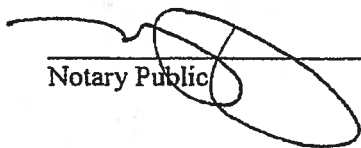
Printed Name: JOHN V LOUDERMILL

Title: Pres

STATE OF INDIANA)
) SS:
COUNTY OF MARION)

Before me, a Notary Public in and for the State of Indiana, personally appeared John V. Laidermilk, the President of Associated Property Services, Inc., the Grantor named in the foregoing deed, who, having been first duly sworn, acknowledged the execution of the foregoing deed, and who, having been duly sworn, stated that the representations therein contained are true.

WITNESS my hand and Notarial Seal this 27th day of September, 2002.



Notary Public

(Printed Name)

My Commission Expires: _____

MICHAEL J. SIBBING, NOTARY PUBLIC
HANCOCK COUNTY RESIDENT
COMMISSION EXPIRES - 3-7-08

I am a resident of _____ County, _____.

This instrument was prepared by: Thaddeus R. Ailes, Harrison & Moberly, LLP, 11350 North Meridian, Suite 610, Carmel, Indiana 46032.

Return after recording to: 700 N. OLIN AVENUE
INDpls. IN 46222

Send tax statements to: 4717 W. 16th Street
INDpls. IN 46222

116601v1

EXHIBIT A

LEGAL DESCRIPTION

A part of the North Half of the Northwest Quarter of Section 5, Township 15 North, Range 3 East in Marion County, Indiana, described as follows:

Commencing at the Southeast corner of the North Half of said Northwest Quarter Section; thence along the South line thereof, South 89 degrees 11 minutes 02 seconds West 25.00 feet to an iron pin and the POINT OF BEGINNING of the parcel herein described, for reference a "GM" monument was found North no degrees West, 2.0 feet; thence continue along said South line South 89 degrees 11 minutes 02 seconds West, 471.63 feet to an iron pin, for reference, a "GM" monument was found South 72 degrees East, 4.2 feet; thence North 46 degrees 43 minutes 21 seconds West 171.22 feet to an iron pin, for reference a "GM" monument was found South 73 degrees East, 3.9 feet; thence North 89 degrees 00 minutes 00 seconds West 115.00 feet, to an iron pin on the easterly right-of-way line of Holt Road, for reference a "GM" monument was found South 73 degrees East, 5.2 feet; thence with said easterly right-of-way line for the next two courses; 1) North 01 degrees 24 minutes 57 seconds East, 96.79 feet to an iron pin; 2) North 13 degrees 20 minutes 00 seconds East, 185.97 feet to an iron pin, for reference a "GM" monument was found South 35 degrees East, 6.6 feet; thence North 89 degrees 11 minutes 02 seconds East 697.11 feet to an iron pin on the East line of the North Half of said Northwest Quarter Section; thence along said East line South 00 degrees 52 minutes 26 seconds West 300.00 feet to an iron pin; thence South 89 degrees 11 minutes 02 seconds West 25.00 feet to an iron pin; thence South 00 degrees 52 minutes 26 seconds West 100.00 feet to the point of beginning.